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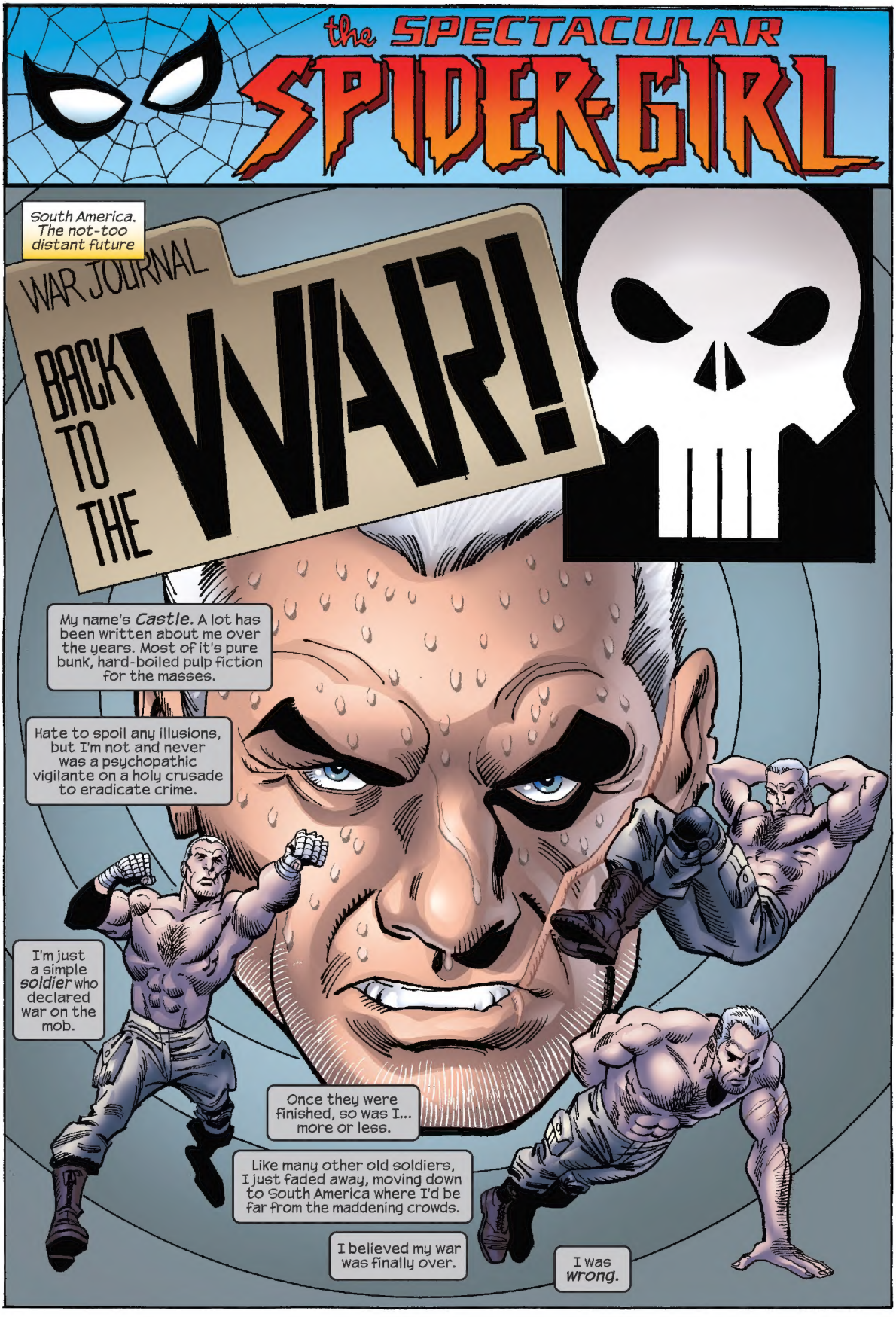
the SPECTACULAR
SPIDER-GIRL
#1
FRENZ · BUSCEMA + ISOTO!


the SPECTACULAR
SPIDER-GIRL
South America. The not-too distant future
WAR JOURNAL
BACK TO THE WAR!
My name's Castle. A lot has been written about me over the years. Most of it's pure bunk, hard-boiled pulp fiction for the masses.
Hate to spoil any illusions, but I'm not and never was a psychopathic vigilante on a holy crusade to eradicate crime.
I'm just a simple soldier who declared war on the mob.
Once they were finished, so was I... more or less.
Like many other old soldiers, I just faded away, moving down to South America where I'd be far from the maddening crowds.
I believed my war was finally over.
I was wrong.

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An old enemy has resurfaced and started a gang war in New York.
Someone I left crippled instead of dead.
I won't make that mistake again.
Not when it comes to Don Silvio Barraca, AKA Silverback.
What's the reading, Guido?
3,000 lbs. per square inch, Don Silvio.
Excellent! My strength seems to be increasing.
Hate to interrupt your daily routine, Don Silvio. I got something you need to see.
What it is, Marko?
That new guy I hired--Wild Card--he sent proof of the butt-whipping he gave Spider-Girl.
Impressive.
I shouldn't have doubted you.
I don't get it, Don Silvio. Why hire a bunch of freaks to take down the Black Tarantula and his people--
--when your exoskeleton gives you more than enough power to squash them yourself?
A true king never enters the field of combat, Nunzio.
It's a painful lesson I learned long ago.
Speaking of your exo-skeleton, you never did tell me how you acquired it.
Curiosity can be rather hazardous to one's health, Marko.
Isn't that correct, Guido?
Whatever ya say, Don Silvio.

Got to hand it to the masks. They kept the streets clean for nearly a decade.
Unfortunately, cancers like the mob eventually find a way to return.
Based on the intel I received, seems Silvio has a mask in his life.
Figures my old sparring partner would inspire the next generation.
Bet this young lady's a chip off the old block--
--another sarcastic, wise-cracking, happy-go-lucky, holier-than-thou, arrogant know-it-all!
ARRGH!
I hate my life.
My name is May "Mayday" Parker.
I may be the daughter of Spider-Man--
--but I feel like a complete fool and an absolute failure!
Some super hero I've turned out to be.
A gang war is ripping my city apart.
Am I out protecting the innocent?
No, I'm nursing a blinding headache.
This is all because of Wild Card!
He somehow came up with a device that turned my own spider-sense against me.

I haven't felt this unprepared and ill-equipped--
--since the night I first learned Dad was the famous wall-crawler--
--and that I inherited his spider-like powers.
Normie Osborn--Harry's son and Norman's grandson--had decided to join the family business as the new Green Goblin.
Mom filled me in on the details and even showed me a trunk full of old costumes, web-shooters and souvenirs.
That's when I decided to try my hand as Spider-Girl.
I eventually made peace with Normie and we became good friends.
I also went on to fight other super-menaces--
--and somehow survived them all.
And yet, every time I think I'm finally getting a handle on this web thing--
--someone or something feeds me a bitter dose of reality.
I'm so lucky I have the support of my family--
--Mom, Dad, little Benjamin--
--and, I guess, even my "cousin" April.

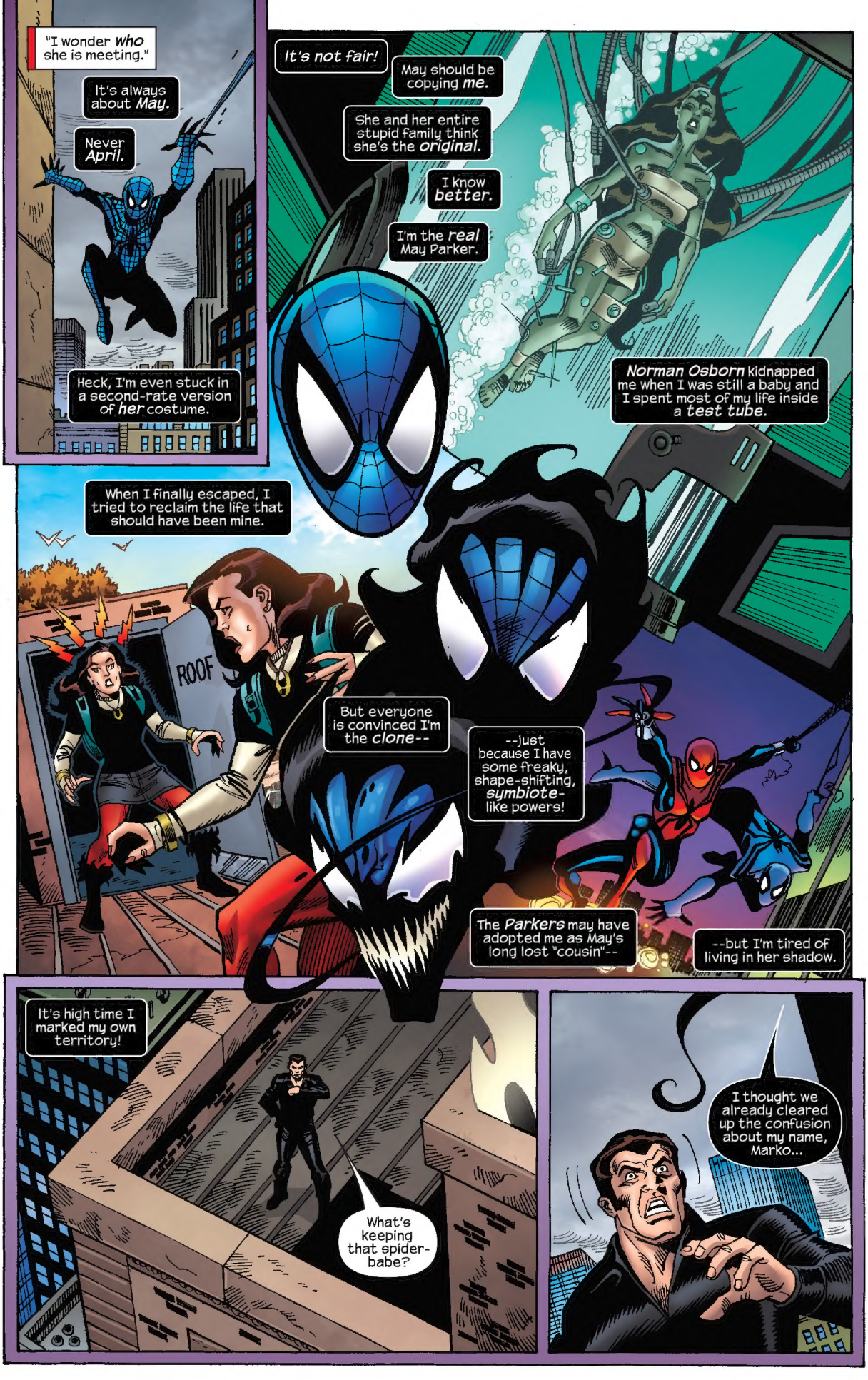
Enough with the *self-pity!*
I need to focus.
BA
There's got to be a way to outsmart *Wild Card* and--
Morning, Sweetheart.
Your mother sent me to make sure you're awake and--
MAYDAY
What's with the costume?
DO NOT ENTER
I thought we all agreed you'd lay off the web-swinging until the *gang war* was over.
Is there anything you want to tell me?
No.
Not really.
I know I promised to stay *away* from the gang war--
--and I *will*--
--but I still have a responsibility to use my powers to help people and protect them from harm.
I... understand.
I knew you would.
What was *that* all about?
Does he suspect the *truth*?
Does he know I'm *lying*?
WNBA

The problem with retirement is the tendency to grow soft.
Unless you choose a hotspot for drug traffickers--
--and keep relatively active.
Still, I have lost a few steps over the years.
That isn't the only difference since my last visit to the *States.*
I understand *Don Silvio* is trying to wrestle control from the Big Apple's current *Kingpin of Crime*--
--a fellow South American called the *Black Tarantula.*
SHRRRAKKKT!
Good morning, gentlemen.
I have a message for *Don Silvio.*
Please inform the *Don* that I am growing irritated with his pathetic attempts to *overthrow* me.
Unless he *desists* at once--
--I will be forced to *respond* in kind.
Do you need me to clarify or repeat anything?

Wow!
MIDTOWN HIGH SCHOOL
Talk about a hangover! Why didn't you invite me to the party?
It's just a simple headache, April.
Yeah, pull the other one. I saw you drag in last night.
Forget about my nonexistent social life and tell me about your date with Gene.
MIDTOWN PRIDE
What is it with you two? He asks about you. You ask about him.
No one cares about poor April.
April, wait!
There's no need to be jealous. Gene and I are so over.
Yeah, I believe that about as much as the headache story.
I know I should chase after her, but I've only got a few minutes before my next class--
--and I want to use them productively.
Hello, Kaine--?!
This better not have anything to do with your local gang war.
Kaine is another former outlaw who decided to go straight and now works in a top secret government agency.
Aside from nailing the Black Tarantula for his outstanding federal charges, we've got no interest in this mess.
Any chance you could check your databases for someone who calls himself Wild Card?
Why not?
My boss just loves it whenever I waste government resources doing your grunt work.
Thank you, "Uncle" Kaine.
ARCAD
CLOSED
I don't blame Kaine for being so grumpy.
I'd probably feel the same if I was stuck in a secret headquarters beneath an abandoned amusement park.

After Kaine rings off, I speed dial another friend.
Hey, Normie! I could use a favor.
OSBOR
PLAZ
CORPORA
Please tell me you're not involved in this gang war nonsense.
:Sheesh: Do you guys rehearse this stuff?
Do me a solid and see if you can dig up anything on a costumed creep named Wild Card.
Was that Spider-Girl?
Haven't heard from her in awhile. How is she?
Not as well as I'd hoped, Brenda.
I'm afraid she's headed for trouble... as usual.

Yo, May!
Courtney and I have been looking all over for you.
What's up, Davida?
The gang's gathering at Café Indigo after school.
Figured you'd want in.
Sounds like fun.
We already tried to invite your cousin.
But she has a previous commitment.
April has other plans?
That's what she said.
Of course, Davida believes she's just ditching us.
Didn't sound like April was still into Gene...


"I wonder *who* she is meeting."
It's always about *May*.
Never *April*.
Heck, I'm even stuck in a second-rate version of *her* costume.
It's not fair!
May should be copying *me*.
She and her entire stupid family think she's the *original*.
I know *better*.
I'm the *real* May Parker.
Norman Osborn kidnapped me when I was still a baby and I spent most of my life inside a *test tube*.
When I finally escaped, I tried to reclaim the life that should have been mine.
ROOF
But everyone is convinced I'm the *clone*--
--just because I have some freaky, shape-shifting, *symbiote*-like powers!
The *Parkers* may have adopted me as May's long lost "cousin"--
--but I'm tired of living in her shadow.
It's high time I marked my own territory!
What's keeping that spider-babe?
I thought we already cleared up the confusion about my name, Marko...

It's not Web or Spider anything.
It's just MAYHEM!
Sorry.
Won't make that mistake again.
Love the new threads, by the way.
Just a little outfit I whipped up.
Why'd you call me?
The gang war's about to heat up.
The Tarantula hit one of our warehouses earlier today so the boss has decided to double-down.
"We're going to retaliate--
"--by fire-bombing a couple of his bookie parlors!"
SHA-BWOOOM!

What the--?!
Must be a gas leak--!
Let's go take a look--!
CAFE INDIGO
No!
We need to stay in here and keep out of the way.
The firemen will have enough to worry about it.
They could probably use my help.
How do I slip away after telling everyone else to--
Ohmigosh!
I...I'm so sorry, May. I was trying to get closer to the window and--Please forgive me!
Forgive you, Wes?
I could kiss you right now.
L-let me know if it stains.
You okay, May?
I'll be fine, Courtney.
I...I'll pay the cleaning bill or replace it.
I just need to hit the girl's room and clean myself up.
Sorry about the spillage, sir.
No sweat, kid!
Happens all the time.
?!

Entry continues: You spend a lot of time with your hobbies when you're retired.
I never developed an interest in golf or mah jong.
I like to fly kites and watch birds--
--of the drug dealing variety.
For once, I couldn't care less about the cargo or the players.
I just want the plane.
Got to hand it to New York's Bravest.
They've already contained the fire to a few buildings.
I'm here to help, Chief.
What can I do?
Keep on swinging and don't bother to stop.
Last thing we need is an amateur underfoot.
With all due respect, sir, I'm going in anyway.
I don't need your permission.
Not when lives are in danger.
:sigh:
All right! All right! The ground floor's impassable.
We need help evacuating the upper apartments.

Sometimes your *mission* is crystal clear.

51
51

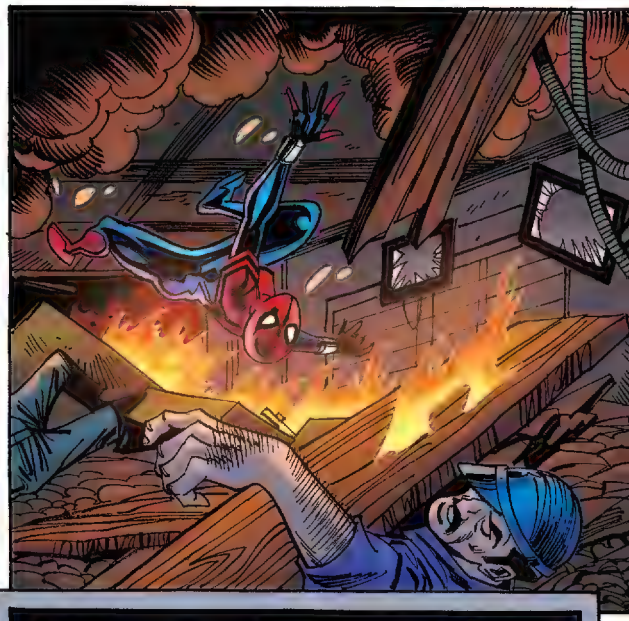
You know *exactly* what you have to accomplish--

--and you *go* for it!
You truly believe that this is what you were *born* to do.

POLICE
POLICE

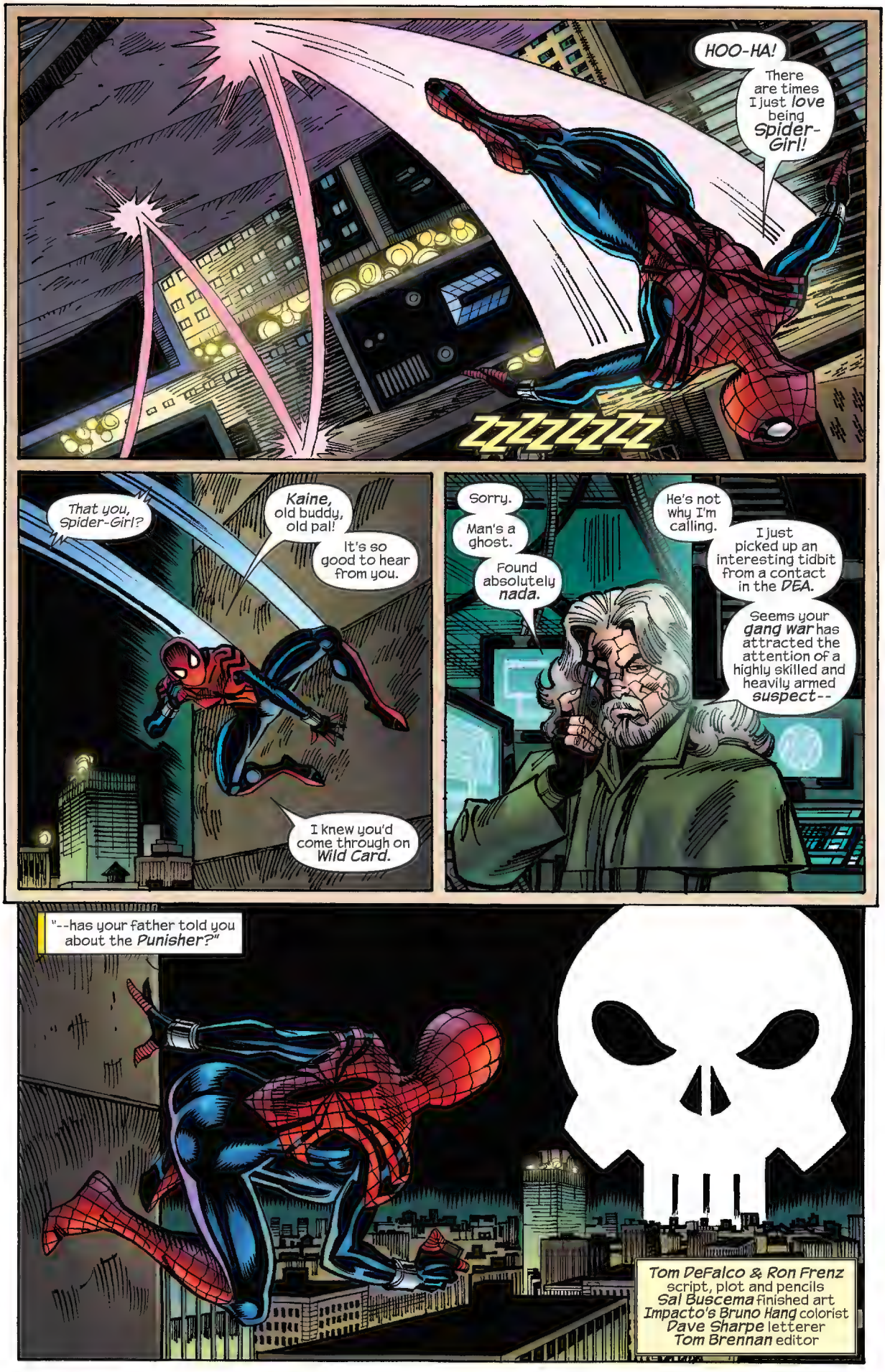
I confess that I occasionally wonder why I called myself *the Punisher.*
Is it because I want to punish the mob for murdering my family?

Or myself for allowing the murder?



The answer isn't as clear as the mission.

D-did you catch that action?
N-no way that's the real Punisher.
Guy's gotta be dead after all these years.
I just know he's wearing the skull--
--and just blew a three month investigation.
We need to call this in-- immediately!
If there's even the slightest chance that's Castle--
"--every law enforcement agency in the good old U.S. of A. is going to freak!"
Here's the last of them--!
You sure?
Absolutely!
Spider-Girl, freeze--!
We all appreciate your help, but you're still wanted for questioning in connection to--
Whoa!
Out of my way, boys! I got a job to do.
Did you call me "Spider-Girl"?
You don't look like a Spider-Girl, Chief.
Can't say I ever recall seeing a Spider-Girl.
51
Well, well...I may have been wrong about that party.
Seems I'm not the only one with--
--secrets!


HOO-HA!
There are times I just love being Spider-Girl!
ZZZZZZZZ
That you, Spider-Girl?
Kaine, old buddy, old pal!
It's so good to hear from you.
I knew you'd come through on Wild Card.
Sorry.
Man's a ghost.
Found absolutely nada.
He's not why I'm calling.
I just picked up an interesting tidbit from a contact in the DEA.
Seems your gang war has attracted the attention of a highly skilled and heavily armed suspect--
"--has your father told you about the Punisher?"
Tom DeFalco & Ron Frenz script, plot and pencils
Sal Buscema finished art
Impacto's Bruno Hang colorist
Dave Sharpe letterer
Tom Brennan editor

Howdy, folks!

Tom Brennan, 9th most popular assistant editor at Marvel Comics here to welcome you to the wide, wild and web-slinging world of Mayday Parker, the Spectacular Spider-Girl!

For those of you just joining us, Mayday Parker's been a huge part of the Marvel Universe for over twelve years, and her 100-issue initial series, SPIDER-GIRL, made her the longest running comic starring a female hero in Marvel history. She's survived cancellation three times, and is back for a four-issue mini series!

May's world is an alternate Marvel Continuity, where Peter Parker and Mary Jane Watson were married and raised a child, May "Mayday" Parker. A popular student and accomplished athlete (HOW is she related to Pete again?), Mayday discovered her spider-powers in the midst of a basketball game (Oh, THAT'S how). She took up her father's mantle and became the AMAZING SPIDER-GIRL!

The book you hold in your hands continues the SPECTACULAR SPIDER-GIRL adventures that ran online at Marvel Digital Comics Unlimited website, so if you need a refresher, log on and catch up!

Plus in this issue and next, some of Mayday's fellow crime fighters of the future show up to protect the streets of New York. Next month, The Buzz stops by, but in just a scant few pages, meet Captain America's daughter, AMERICAN DREAM! And a few pages later, take a trip back in time as we see THE GAME from the very first Spider-Girl Annual in 1999.

We're jam-packing this series with Spider-Girl goodness, so brace yourself. The Punisher's on his way...and May will be pushed to her limits. But the Parkers always find a way...and so will THE SPECTACULAR SPIDER-GIRL!

Seeya in 30!
--Temerarious Tom

IRENE Y. LEE - Production

TOM BRENNAN - Editor

TOM BREVOORT - Consulting Editor

JOE QUESADA - Editor in Chief

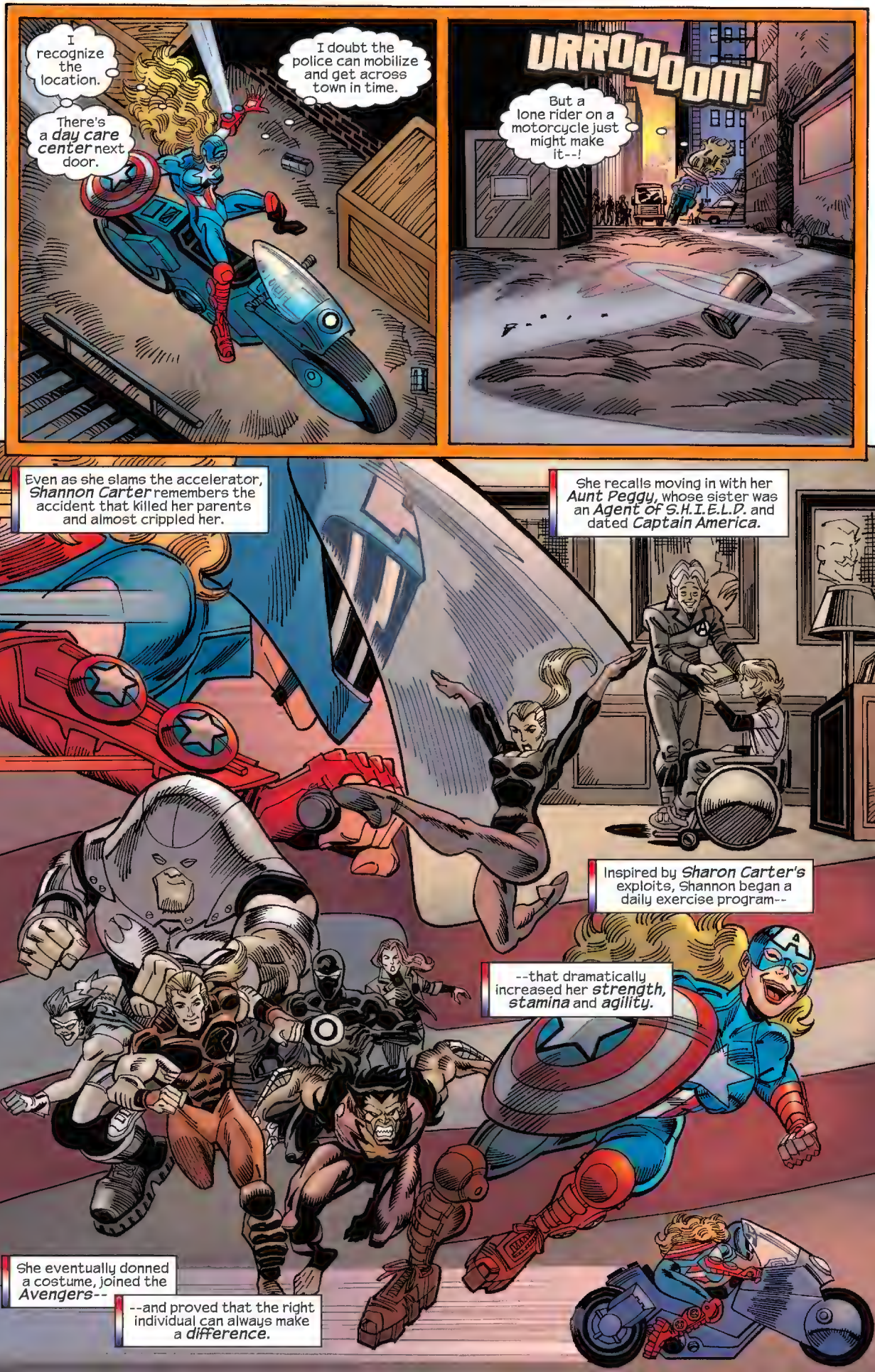
DAN BUCKLEY - Publisher

ALAN FINE - Executive Producer

AMERICAN DREAM
THE DIFFERENCE!
Less than twenty minutes ago, Shannon Carter listened with growing horror to the police scanner on her motorcycle.
A few stores had been firebombed in Forest Hills--
--the result of a city-wide gang war.
Overhearing a description of a fleeing suspect vehicle, she managed to track it to a Queens warehouse.
I imagine your mothers would be very disappointed with you.
I don't know what you were trying to accomplish, but there were innocent shoppers in those stores.
Apartments above them!
Children on the street!
You may accept those people as collateral damage.
I DON'T!

Tom DeFalco & Ron Frenz script, plot and pencils Sal Buscema finished art John Kalisz colorist
Dave Sharpe letterer Tom Brennan editor Tom Brevoort consulting editor
Joe Quesada editor in chief Dan Buckley publisher Alan Fine executive producer

SHUT IT!
We don't need a condescending lecture from some star-spangled wannabe!
Captain America had a far grander mission than mine.
He was the Sentinel of Liberty.
I'm only a glorified trash collector--
--who defends the innocent and helpless from the likes of you.
You're also a poor shot because you missed me by a--
HUH?!
SHKATT!
CLANG!
SWOOOSH!
I SURRENDER!
P-please don't hit me and I'll tell you everything.
Talk!
W-we were hired to take out a bookie parlor stashed behind the stores.
There's another hit going down.
Where?
WHEN?
He barely stutters out a time and address--
--before the front door is blown and the room floods with police.
Sorry for the delay, American Dream. DA said we'd need a no-knock before we could--
Hey! Where you going?
Chatty Cathy will fill you in, Officer.
There's another target and you need to scramble an immediate response team.


I recognize the location.
There's a day care center next door.
I doubt the police can mobilize and get across town in time.
URRODOOM!
But a lone rider on a motorcycle just might make it--!
Even as she slams the accelerator, Shannon Carter remembers the accident that killed her parents and almost crippled her.
She recalls moving in with her Aunt Peggy, whose sister was an Agent of S.H.I.E.L.D. and dated Captain America.
Inspired by Sharon Carter's exploits, Shannon began a daily exercise program--
--that dramatically increased her strength, stamina and agility.
She eventually donned a costume, joined the Avengers--
--and proved that the right individual can always make a difference.

An icy fear grips Shannon's heart as she races around the final corner...
Oh, no! I'm too late.
I...I failed!
KINDER CARE
No! NO! Captain America would never surrender.
He'd find a way--!
Got to trigger my ejection seat!
The timing will be tight.
But you can always make a difference--
--If you refuse to give up!

KWA-BWOOOOOM...
Whoa--!
Did you catch that crazy broad?
She blowed up real good.
I love the smell of fried Avenger in the early evening.
Uhhh...
Guys?
I think we got a problem.
Indeed, gentlemen...
CALZONES
This crazy broad intends to detain you until the police arrive--
--and she truly hopes you'll try to resist.
THE END... FOR NOW!

YOUR NAME IS MAY "MAYDAY" PARKER.
THOUGH YOUR PARENTS DON'T REALLY APPROVE, YOU ARE ALSO THE HERO KNOWN AS SPIDER-GIRL--
--AND YOU'RE SMACK DAB IN THE MIDDLE OF A TERRIBLE NIGHTMARE!
(AT LEAST THAT'S WHAT YOU HOPE!)
THIS STORY ORIGINALLY SAW PRINT IN THE 1999 SPIDER-GIRL ANNUAL!
THE GAME!
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PAUL RYAN
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LETTERER
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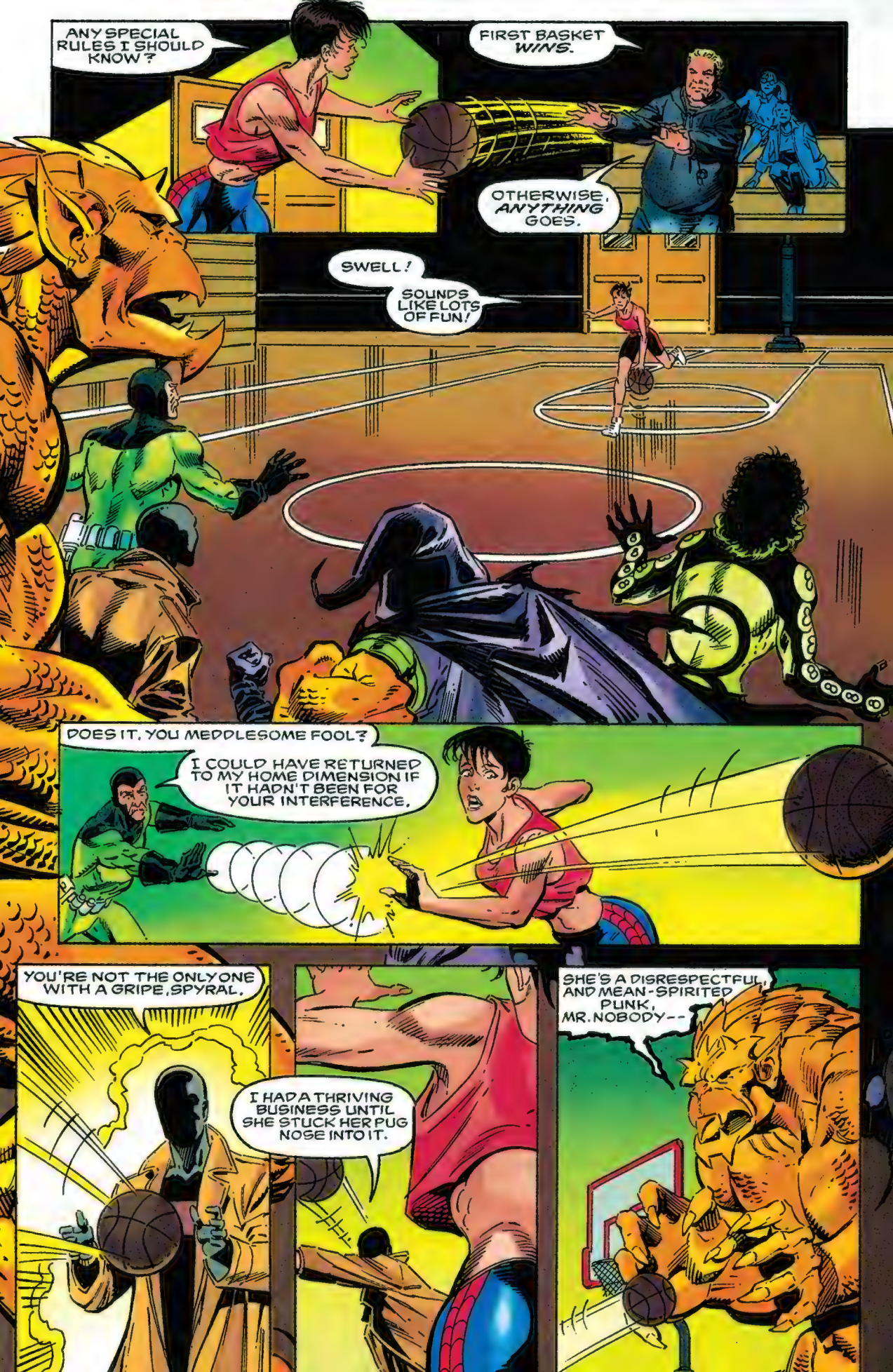
REFEREE IN CHIEF

T-THIS CAN'T POSSIBLY BE *REAL!*
DUHHH!
YOU DON'T HAVE TO BE A STRAIGHT-A STUDENT TO REACH THAT CONCLUSION.
BUT YOU SHOULD STILL TRY YOUR *BEST.*
I'M COUNTING ON YOU TO *WIN,* PARKER--
--AND SO ARE *THEY!*
YOU CAN DO IT, GIRL!
MAKE MINE MAYDAY!
YOU DA WOMAN!
GO MAY, GO!
MAY
35
WE'RE ALL BEHIND YOU, MAY!
WHAT'S THE HOLD UP, COACH THOMPSON? WHY ISN'T YOUR PLAYER ON THE COURT?
DAD--?!
YOU ACTUALLY WANT ME TO FIGHT MY OLD VILLAINS?
WHY NOT?! IT'S PART OF A GRAND *TRADITION!*
WHEN I WAS *SPIDER-MAN,* MY FOES OFTEN TEAMED UP AGAINST ME!
IF YOU REALLY WANT TO FOLLOW IN MY WEB-STEPS, YOU'LL GET WITH THE PROGRAM.
OKAY!
OKAY!


ANY SPECIAL RULES I SHOULD KNOW?
FIRST BASKET WINS.
OTHERWISE, ANYTHING GOES.
SWELL!
SOUNDS LIKE LOTS OF FUN!
DOES IT, YOU MEDDLESOME FOOL?
I COULD HAVE RETURNED TO MY HOME DIMENSION IF IT HADN'T BEEN FOR YOUR INTERFERENCE.
YOU'RE NOT THE ONLY ONE WITH A GRIPE, SPYRAL.
I HAD A THRIVING BUSINESS UNTIL SHE STUCK HER PUG NOSE INTO IT.
SHE'S A DISRESPECTFUL AND MEAN-SPIRITED PUNK, MR. NOBODY--

I KNOW THIS IS ALL POINTLESS AND TOTALLY RIDICULOUS--
--AND I'M REALLY GOING TO ENJOY CRUSHING HER DREAMS!
NO! NO!
--BUT SO IS TRADING PUNCHES WITH YOU!
IF I CAN BEAT YOU WHEN IT REALLY COUNTS--
--I CAN CERTAINLY DO IT HERE!
FOUL!
THE VILLAINS HAVE POSSESSION OF THE BALL.
W-WHAT'D I DO WRONG?
YOU DIDN'T SAY ANYTHING WHEN SPYRAL BLASTED ME!
VILLAINS ARE EXPECTED TO CHEAT.
HEROES ARE SUPPOSED TO HAVE A SENSE OF HONOR, AND PLAY FAIRLY.

B-BUT THEN I HAVE NO CHANCE OF WINNING!
IF THAT'S WHAT YOU REALLY THINK, GET OFF MY COURT!
YOU DON'T BELONG HERE!
TOOK YOU LONG ENOUGH TO FIGURE IT OUT!
YOU'RE NOT READY TO PLAY WITH US, LITTLE GIRL--
--SO WE'RE FORCING YOU OUT!
SO! THAT'S WHAT THIS IS ABOUT!
ARE YOU GOING TO CALL THE GOBLIN FOR TRAVELING, REF?
FLYING IS A LEGITIMATE USE OF HIS SUPER-POWERS.
IT'S A LEGAL MOVE AS FAR AS I'M CONCERNED!
THE GAME IS OVER, YOU INTRUSIVE BRAT!
WE WIN!
YOU'RE FINISHED, MY DEAR.
THAT MAY BE WHAT YOU THINK--
--BUT I NEVER GIVE UP!

SAY GOODNIGHT, SPIDER-GIRL!
DON'T THINK SO!
AND I BELIEVE THIS IS A LEGITIMATE USE OF MY POWERS!
BIG DEAL! YOU'LL NEVER GET PAST ALL OF US!
YOU FORGET THAT I HAVE THE PROPORTIONAL STRENGTH, SPEED, REFLEXES AND AGILITY OF A SPIDER.
AND I ALSO HAVE A SPIDER-SENSE THAT WARNS ME OF DANGER--
--IN PLENTY OF TIME TO AVOID YOUR CLUMSY ATTACKS!
ALL IN ALL MY POWERS MAKE FOR A PRETTY POTENT COMBO!
OR, TO PUT IT BLUNTLY--
--you lose!
SPIDER-GIRL IS HERE TO STAY!
THAT'S OUR GIRL!
YAY, MAY!! GO, GIRL!
YEA, MAY!

S-SHE CHEATED! IT'S THE ONLY WAY SHE COULD HAVE GOTTEN PAST US.
A SPIDER-SENSE SHOULDN'T BE ALLOWED IN THIS GAME.
AND THAT SPIDER-LIKE AGILITY GIVES HER AN UNFAIR ADVANTAGE!
SORRY, BOYS! MY DAUGHTER'S A WINNER AS FAR AS I'M CONCERNED--
--AND I'M VERY PROUD OF HER!
OKAY, MAYBE IT IS ONLY A DREAM...
BUT THERE'S ALWAYS A CHANCE YOUR FATHER ACTUALLY FEELS THAT WAY!
(AT LEAST THAT'S WHAT YOU HOPE!)
THE END!